

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

**GLD PARTNERS, L.P., and GLD
SPONSOR MEMBER LLC,**

Plaintiff,

v.

SAGALIAM ACQUISITION CORP.

Defendant.

: **C.A. No. 1:23-cv-01266-RGA**
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**ANSWER TO COUNT III OF AMENDED COMPLAINT
AND AFFIRMATIVE DEFENSES**

Defendant, Sagaliam Acquisition Corp. (“Sagaliam”), by and through undersigned counsel, files this answer in response to Count III of the Amended Complaint, in light of the Court’s July 8, 2024 Memorandum Order (Dkt. 53), denying Defendant’s motion to dismiss Count III. This answer is in addition to and not in lieu of Defendant’s previously filed answer (Dkt. 41).

SECOND CLAIM FOR RELIEF

99-109. This Claim for Relief was dismissed by the Court on 7/8/24 (Dkt. 53).

THIRD CLAIM FOR RELIEF

110. Defendant repeats and realleges the response to the allegations in the Amended Complaint, as if fully set forth herein. Defendants note Plaintiffs’ typographical error in this paragraph, only referring to paragraphs 1 through 6. Defendant denies that Plaintiff is entitled to any of the relief sought in this claim.

110. Denied. Plaintiffs are left to their proofs. This paragraph contains conclusions of law which are referred to the Court.

111. Denied. Plaintiffs are left to their proofs. This paragraph contains conclusions of law which are referred to the Court.

112. Denied at this time. By way of further response, Sagaliam's investigation is continuing.
113. Denied. Plaintiffs are left to their proofs. This paragraph contains conclusions of law which are referred to the Court.
114. Denied. Plaintiffs are left to their proofs. This paragraph contains conclusions of law which are referred to the Court.
115. Denied. Plaintiffs are left to their proofs. This paragraph contains conclusions of law which are referred to the Court.

AFFIRMATIVE DEFENSES

Sagaliam incorporates by reference the Affirmative Defenses asserted in its previously filed (Dkt. 41) answer to Plaintiffs' Amended Complaint.

RESERVATION OF RIGHT TO SUPPLEMENT DEFENSES

Sagaliam reserves the right to supplement these affirmative defenses as may become apparent through additional investigation and discovery.

WHEREFORE, Defendant prays for dismissal of Plaintiffs' Amended Complaint, for an award of court costs and attorneys' fees, and such other and further relief as the Court may deem just and proper.

Respectfully Submitted,

GARIBIAN LAW OFFICES, P.C.

/s/ Antranig Garibian

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